

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
OAKWOOD HOMES CORP <i>et al.</i> ,)	Bankr. Case No 02-13396 (PJW)
)	
Debtors)	Jointly Administered
)	
JPMORGAN CHASE BANK,)	
as Trustee,)	
)	Dist Ct. Case No. 04-CV-835 (JJF)
Appellant,)	
)	(Consolidated Cases)
- against -)	
)	
U S. BANK NATIONAL ASSOCIATION,)	
as Indenture Trustee,)	
)	
Appellee)	
)	

NOTICE OF APPEAL

Pursuant to 28 U.S.C. § 158(d) and Fed. R. App. 3(a), JPMorgan Chase Bank (“JPMorgan”), in its capacity as successor trustee on behalf of the appealing holders of certain Class B-2 Certificates (the “B-2 Holders”) issued by certain non-debtor REMIC trusts (“REMIC Trusts”) formed by debtor Oakwood Homes Corporation (“OHC”), by and through the undersigned counsel, hereby gives notice of appeal to the United States Court of Appeals for the Third Circuit from the final order of the United States District Court for the District of Delaware (Farnan, J.), entered February 22, 2005 in the above-captioned consolidated cases (DI 51), affirming the May 6, 2004 orders of the United States Bankruptcy Court for the District of Delaware, granting in part, and denying, in part, the objections of appellee U.S. Bank National Association, as indenture trustee for

the holders of certain senior notes issued by OHC, to the amended proofs of claim filed by JPMorgan on behalf of the B-2 Holders

The names of all parties to the order appealed from and the names, addresses, and telephone numbers of their respective attorneys are as follows:

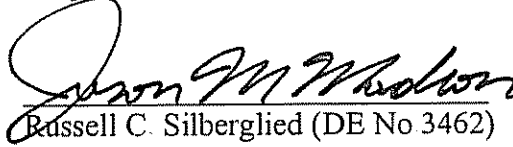
Appellants	Counsel
JPMorgan Chase Bank, as Trustee, and appealing B-2 Holders Jefferson Pilot Corporation, Tyndall Partners, LP, Tyndall Institutional Partners, LP, Academy Life Insurance Company, Life Investors Insurance Company of America, Monumental Life Insurance Company, People's Benefit Life Insurance Company, and Transamerica Life Insurance Company	Russell C. Silberglied (DE No. 3462) Jason M. Madron (DE No. 4431) RICHARDS, LAYTON & FINGER, P A One Rodney Square P.O. Box 551 Wilmington, Delaware 19899 (302) 651-7545 M. William Munno John J. Galban SEWARD & KISSEL LLP One Battery Park Plaza New York, New York 10004 (212) 574-1602 (representing JPMorgan, as Trustee, only) Robert C. Goodrich, Jr. Madison L. Cashman (DE No. 4079) STITES & HARBISON, PLLC SunTrust Center, Suite 1800 424 Church Street Nashville, Tennessee 37219 (615) 782-2200 Alex P. Herrington, Jr. STITES & HARBISON, PLLC 400 West Market Street, Suite 1800 Louisville, Kentucky 40202 (502) 587-3400 G. Eric Brunstad, Jr. BINGHAM McCUTCHEN LLP One State Street Hartford, CT 06103 (860) 240-2700 Timothy B. DeSieno BINGHAM McCUTCHEN LLP 399 Park Avenue New York, New York 10022 (212) 705-7000 Rheba Rutkowski BINGHAM McCUTCHEN LLP 150 Federal Street Boston, Massachusetts 02110 (617) 951-8000

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Dated: March 24, 2005
Wilmington, Delaware

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Jason M. Madron". The signature is fluid and cursive, with the first name "Jason" being more prominent.

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